

**OSTER**  
**Researching Services**

12897 Colonial Dr. • Mt. Airy, Md. 21771  
301-253-6040

June 21, 1988

Ms. Mildred Lee  
Interstate Commerce Commission  
12th & Constitution Avenue, N.W.  
Washington, D.C. 20007

Dear Ms. Lee:

Enclosed is an Additional Equipment Rider to a Lease Agreement dated 6/25/87.

Please assigned this document ICC Recordation #15622-B.  
The filing fee of \$13 is enclosed. Thank you.

Sincerely,

*Mary Ann Oster*

Mary Ann Oster  
Research Consultant

Enclosure

No. 8-173A042  
JUN 21 1988

Date .....

Fee \$ 13.00

ICC Washington, D. C.

RECORDATION NO. 15622-B

JUN 21 1988-9 12 AM

INTERSTATE COMMERCE COMMISSION

*Copy to Mary Ann Oster*

JUN 21 9 45 AM '88

**Interstate Commerce Commission**  
Washington, D.C. 20423

OFFICE OF THE SECRETARY

6/21/88

Mary Ann Oster  
Research Consultant  
Oster Researching Services  
12897 Colonial Drive  
Mt. Airy, MD 21771

Dear

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/21/88 at 9:50AM, and assigned recordation number(s). 15622-*B*<sup>7th</sup>

Sincerely yours,

*Nesta R. McGee*  
Secretary

Enclosure(s)

RECORDATION NO. 15622-B

JUN 21 1988 - 9 10 AM

INTERSTATE COMMERCE COMMISSION

ADDITIONAL EQUIPMENT RIDER

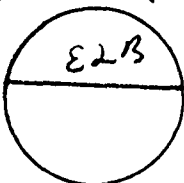
Burlington Northern Railroad Company ("Lessee") and Helm Financial Corporation ("Lessor"), or their predecessors in interest, have heretofore entered into an agreement dated June 25, 1987, bearing I.C.C. Recordation No. 15622 (hereinafter "Lease") covering thirteen (13) locomotives (hereinafter the "Locomotives")

The parties hereto now mutually agree that the Lease is hereby adopted by the parties hereto as their lease agreement for the additional Locomotives more fully described in Schedule B attached hereto for a term beginning March 15, 1988, and extending to and including January 15, 1989.

All the terms and conditions of the Lease as heretofore or herein supplemented and/or amended (if applicable), shall have the same force and effect and be as binding upon the parties hereto during said term as if the same were repeated herein.

1. Amendment of Section 2 of the Lease. Effective as of March 15, 1988, Section 2, "Inspection and Acceptance" shall be, and hereby is, amended to reflect that the GP39-2 locomotive was inspected and accepted in Kansas City, Missouri and the SD9 locomotives were inspected and accepted in Pensacola, Florida.
2. Amendment of Section 3 of the Lease. Effective as of March 15, 1988, Section 3, "Rental" shall be and hereby is, amended to reflect a payment of [REDACTED] per day for the GP39-2 locomotive and [REDACTED] per day for the SD9 locomotives.
3. Amendment of Section 8 of the Lease. Effective as of March 15, 1988, Section 8, "Loss or Destruction:" shall be, and hereby is, amended to reflect a payment in the event of a casualty equal to the sum of [REDACTED] for the GP39-2 locomotive and [REDACTED] for the SD9 locomotives.

4. Amendment of Section 9 of the Lease. Effective as of March 15, 1988, Section 9 of the Lease, "Mechanical", as amended by the Renewal Rider executed as of January 12, 1983, is hereby further amended to increase to six (6) the maximum number of locomotives as to which Lessee has the right to terminate the Lease, and the time period during which such right may be exercised is hereby extended to January 15, 1989.



Executed in duplicate as of this 22nd day of April, 1988.

ATTEST:

John F. Davis

ATTEST:

Shirley B. O'Connor

Assistant Secretary

HELM FINANCIAL CORPORATION

By:

David R. Eckles

David R. Eckles  
Executive Vice President

BURLINGTON NORTHERN RAILROAD  
COMPANY

By:

Edward Z Baumgart

Title: SCMO

# SCHEDULE B

Locomotive Description: General Motors (Electro Motive Division), Diesel Electric Locomotives.

The Locomotive numbers are as follows:

<u>LOCOMOTIVE NUMBER</u>	<u>RENT COMMENCEMENT DATE</u>	<u>LEASE EXPIRY</u>	<u>UNIT TYPE/ HORSEPOWER</u>	<u>DAILY RENTAL RATE</u>	<u>CASUALTY VALUE</u>
CBR 403	3/18/88	1/15/89	GP39-2 2300		
ASAB 504	4/4/88	1/15/89	SD9 1750		
ASAB 505	4/4/88	1/15/89	SD9 1750		